UNITED STATES DISTRICT COURT DISTRICT OF MASSACHUSETTS

: IN RE ORGANOGENESIS SECURITIES LITIGATION : MASTER FILE : NO. 04-10027-JLT

ORAL ARGUMENT REQUESTED

----- X

PRICEWATERHOUSECOOPERS LLP'S MOTION TO DISMISS

Pursuant to Fed. R. Civ. P. 12(b)(6) and 9(b), and the Private Securities Litigation Reform Act of 1995, 15 U.S.C. §§ 78u-4, 78u-5 (1998), Defendant PricewaterhouseCoopers LLP ("PwC") hereby moves this Court to dismiss the Class Action Complaint with prejudice. The grounds for PwC's Motion To Dismiss are set out in the accompanying memorandum of law, and additional independently dispositive grounds for dismissal are set out in the memoranda submitted by the other defendants.

REQUEST FOR ORAL ARGUMENT

Pursuant to Local Rule 7.1(D), PwC respectfully requests oral argument of this motion.

CERTIFICATION UNDER LOCAL RULE 7.1(A)(2)

The undersigned hereby certifies that counsel for PwC contacted plaintiff's Massachusetts-based counsel in an attempt to confer regarding the relief sought by this motion but was unable to obtain counsel's consent.

Dated: January 14, 2005

/s/ Matthew J. Matule

Matthew J. Matule

Dated: January 14, 2005 Boston, Massachusetts Respectfully submitted,

/s/ James R. Carroll
James R. Carroll (BBO #554426)
Matthew J. Matule (BBO #632075)
SKADDEN, ARPS, SLATE,
MEAGHER & FLOM LLP
One Beacon Street
Boston, Massachusetts 02108
(617) 573-4800

Counsel for Defendant PricewaterhouseCoopers LLP